

**EXHIBIT A**

IN CAMERA

IN THE ROYAL COURT OF GUERNSEY  
(ORDINARY DIVISION)

IN THE MATTER OF BSG RESOURCES LIMITED  
AND

IN THE MATTER OF PART XXI OF THE COMPANIES (GUERNSEY) LAW, 2008

**CERTIFIED TRUE COPY**  
SAR DINOLE  
21/3/18

OGIER (GUERNSEY) LLP  
REDWOOD HOUSE  
ST JULIAN'S AVENUE  
ST PETER PORT  
GUERNSEY, GY1 1WA

**COURT ORDER**

UPON the Application dated 27<sup>th</sup> February 2018 (the "Application") of BSG RESOURCES LIMITED (the "Company"), whose registered office is at West Wing, Frances House, St William Place, St Peter Port, Guernsey GY1 1GX and whose address for service is at Ogier, Redwood House, St Julian's Avenue, St Peter Port;

AND WHEREAS the Application was heard *in camera* by J.R. Finch OBE, Judge of the Royal Court, on 6 March 2018 and an administration order was made in relation to the Company and William Callewaert and Malcolm Cohen were appointed as joint administrators of the Company (the "Joint Administrators") as set out in the Court Order dated 6 March 2018, a copy of which is attached hereto;

AND WHEREAS William Callewaert was present in Court on 6 March 2018 and the Court administered the ~~oath~~ of Joint Administrator with the power to act alone in respect of him, but Malcolm Cohen was not present in Court on that day and did not have the ~~oath~~ of joint administrator administered to him;

THE COURT ADMINISTERED this day the ~~oath~~ of Joint Administrator with the power to act alone to the said MALCOLM COHEN.

Dated this 21<sup>st</sup> day of March 2018



J. R. Finch OBE  
Judge of the Royal Court

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AND UPON reading the First Affidavit of Peter Harold Driver sworn on 27 February 2018;

AND UPON confirmation that administration proceedings under part XXI of The Companies (Guernsey) Law, 2008 (the "Companies Law") are "proceedings" within the meaning of Article 2(a), and any administrators appointed in those proceedings (being administrators of the Company) shall be deemed foreign representatives within the meaning of Article 2(d), of the UNCITRAL Model Law on Cross Border Insolvency;

AND UPON hearing Advocate M. C. Newman for the Applicant;

**IT IS ORDERED THAT:**

- 1 The hearing of this matter be *in camera* and the Court file be sealed;
- 2 Notwithstanding that the matter is heard *in camera* and the Court file is sealed, the fact of any orders made and copies of any Act of Court in this matter can be disclosed to third parties by the Joint Administrators (as such term is defined in paragraph 5 of this Order) as they see fit;



- 3 The hearing of this Application shall take place before a judge sitting alone pursuant to section 13(1) of The Royal Court (Reform) (Guernsey) Law, 2008;
- 4 An administration order be made in relation to the Company pursuant to section 374(1) of the Companies Law for the purpose of the survival of the Company, and the whole or any part of its undertaking, as a going concern;
- 5 Pursuant to sections 374(2) and 383(3) of the Companies Law, William Callewaert of BDO Limited, Rue du Pré, St Peter Port, Guernsey GY1 3QG and Malcolm Cohen of BDO LLP of 55 Baker Street, London W1U 7EU be appointed and sworn in as joint administrators (the "Joint Administrators") of the Company to manage the affairs, business and property of the Company;
- 6 The Joint Administrators have the power for each to act alone or jointly together and with all of the powers set out at schedule 1 to the Companies Law;
- 7 The Joint Administrators' remuneration and all fees and expenses properly incurred by the Joint Administrators be payable in priority to all other claims from the assets of the Company pursuant to section 383(1) of the Companies Law;
- 8 Pursuant to section 383(2) of the Companies Law, the Joint Administrators' remuneration in relation to the administration of the Company be fixed in accordance with the schedule of hourly rates and the description of tasks and estimates of fees specified in the Driver Affidavit;
- 9 The costs of and incidental to this Application be paid from the Company's assets as a cost of the administration of the Company pursuant to section 383(1) of the Companies Law; and
- 10 The Joint Administrators shall report to the creditors of the Company giving detailed information to the creditors regarding the progress of the administration at least once every six months from the date hereof.

AND THE COURT ADMINISTERED the oath of Joint Administrator with the power to act alone to the said WILLIAM CALLEWAERT, the said MALCOLM COHEN not being present to be sworn into office at a later date.

J. R. Finch OBE

Judge of the Royal Court

6th March, 2018.

JRF

